

**Catherine Stiglich**  
Assistant Vice President  
Operations

The CIT Group/  
Capital Equipment Financing, Inc.  
270 Park Avenue  
New York, NY 10017  
Tel 212 270-2694  
Fax 212 270-1962

2-136A002



May 11, 1992

RECORDATION NO. 17662-A FILED 1992

MAY 15 1992 - 10 50 AM

INTERSTATE COMMERCE COMMISSION

Mrs. Mildred Lee  
Interstate Commerce Commission  
12<sup>th</sup> and Constitution Avenue, N.W.  
Room 2303  
Washington, DC 20423

Re: Lease of Railroad Equipment  
Between Santee Cooper and  
The CIT Group/Equipment Financing, Inc.  
Dated as of December 19, 1991

MAY 15 10 44 AM '92  
MOTOR OPERATING UNIT

Dear Mrs. Lee:

Enclosed please find three originally executed and notarized First Amendments to the above referenced lease, dated as of March 24, 1992. The original lease was filed on January 13, 1992 at 10:45 a.m. and bears Recordation No. 17662. I request that you record the enclosed lease amendment and have enclosed a check in the amount of \$16.00 to cover the filing fee.

Please return two copies of the stamped recorded amendments to the address noted above. Should you require any additional information, please call me at (212) 270-2694.

Very truly yours,

A handwritten signature in cursive script that reads "Catherine Stiglich".

CS:tp

Interstate Commerce Commission  
Washington, D.C. 20423

5/15/92

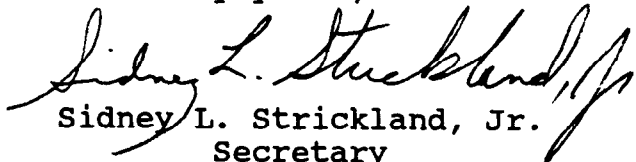
OFFICE OF THE SECRETARY

Catherine Stiglich  
Assistant Vice President , Operation  
The CIT Group  
Capital Equipment Financing Inc.  
270 Park Avenue  
New York , N.Y. 10017

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 5/15/92 at 10:50am , and assigned recordation number(s). 17662-A

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

RECORDING NO. 17662 A  
MAY 15 1992 - 10 50 AM  
INTERSTATE COMMERCE COMMISSION

**FIRST AMENDMENT  
TO LEASE OF RAILROAD EQUIPMENT  
DATED DECEMBER 19, 1991**

This Amendment entered into this 24<sup>th</sup> day of March, 1992, by and between The CIT Group/Equipment Financing, Inc. ("Lessor") and Santee Cooper ("Lessee") to that certain Lease of Railroad Equipment ("Lease") dated December 19, 1991.

NOW, THEREFORE, for and in consideration of the mutual covenants contained in the Lease and this Amendment, the parties agree as follows:

The parties wish to extend the Lease for an additional nine (9) months. The extended term will commence on April 1, 1992 and will continue through and including December 31, 1992.

All other terms and conditions of the Lease shall remain full force and effect in the manner stated in the Lease.

IN WITNESS WHEREOF, the Lessor and the Lessee have caused four (4) original counterparts of the First Amendment to be signed as of the date first above written.

THE CIT GROUP/EQUIPMENT  
FINANCING, INC.

By: Catherine Joseph

Title: Asst Vice President

SANTEE COOPER

By: [Signature]

Title: Executive Vice-President

STATE OF NEW York )  
COUNTY OF NEW York ) S

On this 11th day of May, 1992, before me personally appeared Catherine Stiglich, to me personally known, who, being by me duly sworn, says that she is an Assistant Vice President of THE CIT GROUP/EQUIPMENT FINANCING INC., that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Marian Valitzky  
Notary Public

My Commission Expires: MARIAN VALITZKY  
Notary Public, State of New York  
No. 31-4991572  
Qualified in New York County  
Commission Expires FEB 3, 1994

[Notarial Seal]

STATE OF South Carolina )  
COUNTY OF \_\_\_\_\_ ) S

On this 24th day of March, 1992, before me personally appears T. Graham Edwards, to me personally known, who being by me duly sworn says that he is a Executive Vice President of S.C. Public Service Authority, that said instrument was signed and sealed on behalf of said corporation by authority of its President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Linda M. Barrineau  
Notary Public

My Commission Expires: My Commission Expires July 5, 2000

[Notarial Seal]